

United States  
Lease Financing, Inc.



633 Battery Street  
San Francisco, California 94111  
(415) 445-7400

RECORDATION NO. 5847-2 Filed 1426

August 24, 1983

AUG 26 1983 - 3 05 PM

3 238A000

Secretary  
Interstate Commerce Commission  
12th & Constitution Avenue, NW  
Washington, D.C. 20423

No. AUG 26 1983

Date 10.00

Fee \$ 10.00

Dear Sir:

ICC Washington, D.C.

Enclosed for recordation under provisions of Section 11303 (formerly Section 20c) of the Interstate Commerce Act the regulations promulgated thereunder, as amended, are the original and two counterparts of a Release which is a supplement to a Security Agreement dated as of February 13, 1970, which Agreement was recorded under provisions of such Section on October 8, 1970 and assigned Recordation Number 5847, and supplements thereto which were filed on November 17, 1970, December 17, 1970 and January 28, 1971 and assigned Recordation Numbers 5847-A, 5847-B and 5847-C, respectively.

The names and addresses of the parties to the enclosed documents are:

DEBTOR: Trust Company for USL, Inc., Successor  
Trustee to George D. MacKay and Edward E.  
Castans, Trustees under a Trust Agreement  
dated as of February 13, 1970

SECURED PARTY: Los Angeles County Employees  
Retirement Association  
432 Hall of Administration  
500 West Temple  
Los Angeles, California 90012

The general description of the equipment covered by the Release is as shown in Exhibit A thereto.

The undersigned is a representative of the Agent of the Trust established under the aforementioned Trust Agreement, and has knowledge of the matters set forth herein.

Please return the original of the enclosed Release to Walter J. Michael, United States Lease Financing, Inc., 633 Battery Street, San Francisco, California 94111.

Also enclosed is a remittance in the amount of \$10.00 covering the required recording fee.

Very truly yours,

By Walter J. Michael  
Assistant Secretary

**Interstate Commerce Commission**  
Washington, D.C. 20423

3/26/83

**OFFICE OF THE SECRETARY**

Walter J. Michael  
U.S. Lease Financing, Inc.  
603 Battery Street  
San Francisco, Calif. 94111

Dear **Sir:**

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on **8/26/83** at **3:05pm**, and assigned re-recording number(s). **5847-D**

Sincerely yours,

*Agatha L. Mergenovich*  
Agatha L. Mergenovich  
Secretary

Enclosure(s)

SE-30  
(7/79)

RELEASE AND SATISFACTION

RECORDATION NO. 5847-2 Filed 1425

AUG 26 1983 3 05 PM

INTERSTATE COMMERCE COMMISSION

KNOW ALL MEN BY THESE PRESENTS, that:

WHEREAS, pursuant to a Railroad Equipment Lease Agreement dated as of February 13, 1970 (the "Lease"), between Trust Company for USL, Inc. (as Successor Trustee to George D. MacKay and Edward E. Castans, Trustee under a Trust Agreement dated as of February 13, 1970) (the "Trustee"), and Norfolk and Western Railway Company (as successor lessee to Illinois Terminal Railroad Company pursuant to an Assignment and Assumption Agreement dated as of September 1, 1981) (the "Railroad"), the Railroad acquired the possession and use of the railroad equipment described in the Lease (the "Equipment");

WHEREAS, pursuant to a Security Agreement dated as of February 13, 1970, as amended (the "Security Agreement") from the Trustee to Los Angeles County Employees Retirement Association (the "Secured Party"), the Trustee conveyed and granted to the Secured Party a security interest in and to its right, title and interest in and to the Equipment to secure the payment of certain 11-1/4% Secured Notes dated January 28, 1971 (the "Notes");

WHEREAS, the Security Agreement was filed and recorded with the Interstate Commerce Commission on October 8, 1970, and assigned Recordation Number 5847, and the First Supplemental Security Agreement was filed on November 17, 1970, and assigned Recordation Number 5847-A, the Second Supplemental Security Agreement was filed on December 17, 1970, and assigned Recordation Number 5847-B, and the Third Supplemental Security Agreement was filed on January 28, 1971, and assigned Recordation Number 5847-C;

WHEREAS, on or about July 28, 1983, all the principal of and interest on the Notes was paid to the Secured Party; and

WHEREAS, the Trustee desires to sell the Equipment to the Railroad;

NOW, THEREFORE, the Secured Party hereby certifies that the Secured Party has been paid the full indebtedness with respect to the Notes, together with interest and all other payments as provided therein, and all the Trustee's obligations contained in the Notes and the Security Agreement, as amended or supplemented, have been fully complied with and performed.

WHEREFORE, in consideration of \$1.00 and other valuable considerations, the receipt of which is hereby acknowledged, the Secured Party acknowledges and declares the Notes and the Security Agreement (as amended or supplemented) to be satisfied and canceled, and does consent that the same be discharged of record and hereby relinquishes its security interest and all other

right, title and interest it may have in and to the Equipment.

IN WITNESS WHEREOF, the Secured Party has caused this instrument to be executed in its name by its duly authorized representatives as of the 16th day of August 1983.

LOS ANGELES COUNTY EMPLOYEES  
RETIREMENT ASSOCIATION

By

*M. Alford*

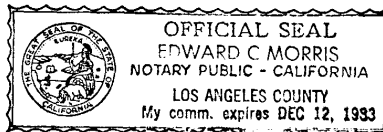
Title

*Secretary*

CORPORATE FORM OF ACKNOWLEDGMENT

State of California       )  
County of Los Angeles    )       ss:

On this 16th day of August, 1983, before me  
personally appeared H.B. Alvord, to me personally known,  
who being by me duly sworn, says that he is an \_\_\_\_\_  
Secretary of County of Los Angeles Employees  
Retirement Association, that the seal affixed to the foregoing  
instrument is the seal of said entity, that said instrument was  
signed and sealed on behalf of said entity by authority of its  
Board of Directors, and he acknowledged that the execution of  
the foregoing instrument was the free act and deed of said  
entity.



Edward C Morris

Notary Public

(SEAL)

My commission expires:  
12-12-93